# APPLICATION OF NATIONWIDE PROFESSIONAL TELESERVICES, LLC

#### EXHIBIT I

Articles of Organization &
Secretary of State Certificate of Authority





#### FLORIDA DEPARTMENT OF STATE Glenda E. Hood Secretary of State

August 5, 2004

CORPDIRECT AGENTS
TALLAHASSEE, FL

The Articles of Organization for NATIONWIDE PROFESSIONAL TELESERVICES, LLC were filed on August 5, 2004, and assigned document number L04000058089. Please refer to this number whenever corresponding with this office.

In accordance with section 608.406(2), F.S., the name of this limited liability company is filed with the Department of State for public notice only and is granted without regard to any other name recorded with the Division of Corporations.

The certification you requested is enclosed.

A limited liability annual report/uniform business report will be due this office between January 1 and May 1 of the year following the calendar year of the file date. A Federal Employer Identification (FEI) number may be required before this report can be filed. Please apply NOW with the Internal Revenue Service by calling 1-800-829-3676 and requesting form \$S-4.

Please be aware if the limited liability company address changes, it is the responsibility of the limited liability to notify this office.

Should you have any questions regarding this matter, please contact this office at the address given below.

Buck Kohr Document Specialist Registration/Foreign Qualification Division of Corporations

Letter Number: 804A00048889

#### ARTICLES OF ORGANIZATION

OF

#### NATIONWIDE PROFESSIONAL TELESERVICES, LLC

a Florida Limited Liability Company

#### ARTICLE I NAME

The name of this Limited Liability Company is

NATIONWIDE PROFESSIONAL TELESERVICES, LLC, (the "Company").

### ARTICLE II PURPOSE

- A. <u>Purposes.</u> The Company is organized for any legal and lawful purpose for which a limited liability company may be organized pursuant to Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time.
- B. <u>Powers.</u> The Company shall have and may exercise all powers and rights which a limited liability company may exercise pursuant to Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time.

### ARTICLE III ADDRESS

The mailing and street address of the Company's principal place of business is 14001 - 63<sup>rd</sup> Way, Clearwater, Florida 33760.

#### ARTICLE IV DURATION

The period of duration of the Company shall be perpetual. The remaining members are given the right to continue the business of the limited liability company on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member, upon a meeting and unanimous vote within sixty days of said event(s) to continue said business.

### ARTICLE V MANAGEMENT

The management of the Company shall be reserved to the members. The members shall have the power and authority to act on behalf of the Company as provided in Chapter 608, <u>Fla. Stat.</u>, as the same may be amended from time to time, and as further provided in the Regulations of the Company.

#### ARTICLE VI MEMBERS

The names and addresses of the initial members are as follows:

Sheri Lutich 14001 - 63<sup>rd</sup> Way, Clearwater, Florida 33760

Scott Roix 14001 - 63<sup>rd</sup> Way, Clearwater, Florida 33760

#### ARTICLE VII MEMBER VOTING

- A. <u>Member Voting</u>. All members of the Company shall be entitled to vote on matters relating to the Company. Each Member's vote shall be weighted in accordance with the Regulations of the Company.
- B. <u>Additional Contributions</u>. The Members shall make additional capital contributions from time to time, as required by the Regulations adopted by the Company.

## ARTICLE VIII ADOPTION OF OPERATING AGREEMENT

The members shall adopt an Operating Agreement for the Company, which Agreement Regulations may contain any provision for the regulation and management of the affairs of the Company not inconsistent with these Articles of Organization or Chapter 608, Fla. Stat.

## ARTICLE IX AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles may be amended at any time by a resolution adopted by the members, in conformity with the Regulations permitting said amendment, at any annual or special meeting.

# ARTICLE X INITIAL ADDRESS OF REGISTERED OFFICE AND DESIGNATION OF REGISTERED AGENT

The street address of the initial registered office of this limited liability company in the State of Florida is 103 N. Meridian Street, Tallahassee, FL 32301. The Members may from time to time, without amending these Articles, move the registered office to any other address within the State of Florida.

The initial Registered Agent is designated as Corp Direct Agent, Inc. The Registered Agent of the limited liability company may be changed at any time by a vote of the Members without an amendment of these Articles.

KONALD C. WHITE, ESQ

#### ACCEPTANCE OF REGISTERED AGENT OF NATIONWIDE PROFESSIONAL TELESERVICES, LLC

Pursuant to Florida Statute 48.091 and Article X of the Articles of Organization of NATIONWIDE PROFESSIONAL TELESERVICES, LLC, Corp Direct Agent, Inc. the undersigned designated Registered Agent does hereby accept the duties as Registered Agent and designates his location for service of process as:

103 N. Meridian Street Tallahassee, FL 32301

The undersigned shall serve as Registered Agent until otherwise removed or he shall resign pursuant to the laws of the State of Florida.

Signed this 5th day of Au

By:

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### OFFICE OF THE SECRETARY OF STATE

JESSE WHITE . Secretary of State

**AUGUST 30, 2004** 

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CORPDIRECT AGENTS, INC. 118 W. EDWARDS ST., STE. 200 SPRINGPIELD, IL 62704-0000

RE NATIONWIDE PROFESSIONAL TELESERVICES, LLC

DEAR SIR OR MADAM:

IT IS OUR PLEASURE TO APPROVE YOUR REQUEST TO TRANSACT BUSINESS IN THE STATE OF ILLINOIS. ENCLOSED PLEASE FIND AN APPROVED APPLICATION OF ADMISSION.

THE LIMITED LIABILITY COMPANY MUST FILE AN ANNUAL REPORT PRIOR TO THE FIRST DAY OF ITS ANNIVERSARY MONTH (MONTH OF QUALIFICATION) NEXT YEAR. A PRE-PRINTED ANNUAL REPORT FORM WILL BE SENT TO THE REGISTERED AGENT AT HE ADDRESS SHOWN ON THE RECORDS OF THIS OFFICE APPROXIMATELY 60 DAYS PRIOR TO ITS ANNIVERSARY MONTH.

SINCERELY YOURS,

JESSE WHITE SECRETARY OF STATE

DEPARTMENT OF BUSINESS SERVICES LIMITED LIABILITY COMPANY DIVISION TELEPHONE (217)524-8008

JW:LLC

## Fom LLC-45.5

December 2003

Jesse White
Secretary of State
Department of Business Services
Limited Liability Company Division
Room 351, Howlett Building
Springfield, IL 62758
http://oyberdriveillinois.com

Payment must be made by certified check, cashier's check, Illinois attorney's C.P.A.'s check or money order, payable to "Secretary of State."

### Illinois Limited Liability Company Act

Application for Admission to Transact Business

Submit in Duplicate

Must be typewritten

This space for use by Secretary of State State S - 30 - 505 |
Issigned File # 0128 - 001 - 5
Filing Fee \$500

Filing Fee \$500 Penalty This space for use by Secretary of State

FILED

AUG 3 n 2004

LIMITED LIABILITY CO. DIV. JESSE WHITE SECRETARY OF STATE

1.	Limited Liability Company name: Nationwide Professional Teleservices, LLC			
		(Must comply with	Section 1-10 of ILLCA	or article 2 below applies.)
2.	The assumed name, other than the true company name, under which the LLC proposes to transact business in Illinois is:			
	(If applicable, a form LLC-1.20 application.)	), Application to Adopt an Assumed	Name, is required to be	e completed and attached to this
3.	Jurisdiction of Organization: Florida			
4.	Date of Organization: 8-5-04			
5.	Period of Duration: Perpetual			
6.	The address, including county, of the office required to be maintained in the jurisdiction of its organization, or if not required, of the principal place of business (Post office box alone and c/o are unacceptable):  (See #14 on back)			
	14001 63rd Way North			
	(Number)	(Street)		(Suite)
	Clearwater, FL 33760			
	(City/State)	(ZIP Code)		(County)
7.	Registered agent: CorpDirect Agents, Inc.			
		Name) (Middle Neme)		(Last Neme)
	Registered Office: 118 West Edwards Street, Suite 200			
	(Numb			(Suite #)
	(P.O. Box or c/o Spring	gfield, (Sangamon)	Illinois	62704
	are unacceptable) (Gill)	(County)		(ZIP Code)
	The date of Etch atte	foreign LLC first did busines	a in Himmin, Hoon	filing



The purpose or purposes for which the company is organized and proposes to conduct in this State: Include the business code # (IRS Form 1065).

To engage in any lawful act or activity for which Limited Liability Companies may be organized under the general Limited Liability Company laws of Florida and permitted under the Illinois Limited Liability Company Act.

10. The limited liability company is managed by:

☐ manager(s)

vested in member(s)

- 11. The Illinois Secretary of State is hereby appointed the agent of the limited fiability company for service of process under the circumstances set forth in a subsection (b) of Section 1-50 of the ILLCA.
- 12. This application is accompanied by a certificate of good standing or existence, as well as a copy of the articles of organization, as amended, duly authenticated within the last thirty (30) days, by the officer of the state or country wherein the LLC is formed.
- 13. If the period of duration is a date certain and is not stated in the Articles of Organization from the domestic state, a copy of that page from the Operating Agreement stating the date must also be submitted.
- 14. The undersigned affirms, under penalties of perjury, having authority to sign hereto, that this application for admission to transact business is to the best of my knowledge and belief, true, correct and complete.

Dated

(Signature must comply with Section 5-45 of ILLCA)

Sheri Lutich, Member

(Type or print name and title)

\*(If applicant is a company or other entity, state name of company and indicate whether it is a member or manager of the LLC.)